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Union Pacific Corporation



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INTERSTATE COMMERCE COMMISSION

November 23, 1993

Jack E. Jerrett
Senior Corporate Attorney

FEDERAL EXPRESS

Mr. Sidney L. Strickland
Secretary
Interstate Commerce Commission
12th Street & Constitution Avenue, NW
Washington, DC 20423

Re: **Interim User Agreement, dated as of
October 1, 1993, as amended, between General
Electric Company and Union Pacific Holdings, Inc.**

Dear Mr. Strickland:

Enclosed for filing are three (3) original counterparts of a Partial Termination, dated as of November 23, 1993 (the "Termination"), between General Electric Company ("GE") and Union Pacific Holdings, Inc ("Holdings"). The principal document to which this is connected is an Interim User Agreement, dated as of October 1, 1993 (the "Agreement"), between GE and Holdings, which was filed with the Commission on October 20, 1993 and assigned Recordation No. 18442.

This Termination terminates the Agreement with respect to the equipment identified in Section 1 of the Termination.

Enclosed is a check payable to the Commission in the amount of \$18.00 for filing the Termination. Please date stamp the enclosed extra copy of this letter and each extra counterpart of the Termination not needed for filing and return them to the undersigned.

Sincerely,

Jack E. Jerrett

JEJ:ccm
Enclosure
cc: Michael J. Baughman, Esq.
g:\etfile\geuphld2.jjl

Interstate Commerce Commission

Washington, D.C. 20423

11/26/93

OFFICE OF THE SECRETARY

Jack E. Jerrett

Senior Corporate Attorney

Martin Tower

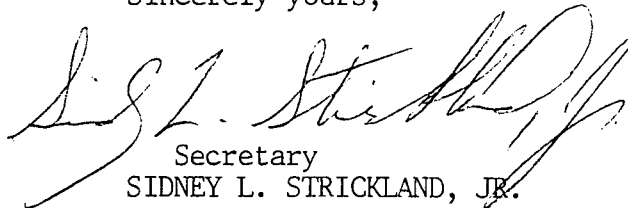
Eight & eaton Avenues

Bethlehem, PA. 18018

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 11/24/93 at 3:15pm, and assigned recordation number(s). 18442-~~A~~

Sincerely yours,



Secretary
SIDNEY L. STRICKLAND, JR.

Enclosure(s)

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INTERSTATE COMMERCE COMMISSION

PARTIAL TERMINATION

THIS PARTIAL TERMINATION, made this 23rd day of November, 1993 by and between General Electric Company, a New York corporation acting through its Transportation Systems Business Operation ("GE"), and Union Pacific Holdings, Inc., a Utah corporation ("Railroad").

WHEREAS, GE and Railroad are parties to an Interim User Agreement dated as of October 1, 1993 (the "Lease"); and

WHEREAS, the Lease was duly filed for recordation with the Interstate Commerce Commission (the "ICC") pursuant to 49 U.S.C. Section 11303, on October 20, 1993, at 2:45 p.m. and given Recordation Number 18442; and

WHEREAS, GE and Railroad desire to terminate and cancel the Lease with respect to the equipment described herein and to record such termination and cancellation with the ICC;

NOW THEREFORE, in consideration of the promises and other good and valuable consideration, the receipt of which is acknowledged, Railroad and GE, intending to be legally bound, agree as follows:


1. Railroad and GE hereby terminate and cancel the Lease, effective November 23, 1993 with respect to the following equipment: Nine General Electric Model Dash 8-41CW diesel electric locomotives bearing road numbers 9547-9555, inclusive (hereinafter, the "Terminated Equipment").

IN WITNESS WHEREOF, Railroad and GE have each caused this Termination of Lease to be duly executed by their authorized officers as of the day and year first above written.

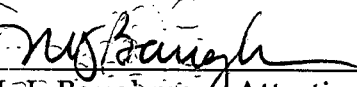
ATTEST:


T. Whitaker, Assistant Secretary

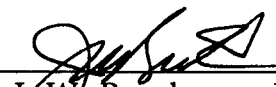
UNION PACIFIC HOLDINGS, INC.

By: 
Gary M. Stuart, Vice President
and Treasurer

ATTEST:


M. J. Baughman, Attesting Secretary

GENERAL ELECTRIC COMPANY

By: 
J. W. Braukman, Manager
Transportation Systems
Finance Operation

